

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

IN THE MATTER OF: ERUDITE SYSTEMS, INC., ITS)
OFFICERS, DIRECTORS, EMPLOYEES) File No. 0500191
AFFILIATES, SUCCESSORS, AGENTS)
AND ASSIGNS, AND BILL PRUIM, JR.)

PLATINUM INVESTMENT GROUP, ITS)
OFFICERS, DIRECTORS, EMPLOYEES,)
AFFILIATES, SUCCESSORS, AGENTS)
AND ASSIGNS AND ABER LOEWEN)

ZURICH GLOBAL TRUST HOLDINGS A.G.,)
ITS OFFICERS, DIRECTORS,)
EMPLOYEES, AFFILATES, SUCCESSORS,)
AGENTS, AND ASSIGNS)

ORDER OF PROHIBITION AND FINE

TO THE RESPONDENTS: Erudite Systems, Inc.
Bill Pruim Jr.
Box 351
Ingersol, ON N5C 3B3

Platinum Investment Group
Aber Loewen
P.O. Box 20076
St. Thomas, Ontario N5P 4H4

Zurich Global Trust Holdings A.G.
Ave. Samuel Lewis y Calle 58,
P.H. Torre Adr Technologies
Piso 7, Ofic. 7-A
Apartado 0816-04373
Panama 3, Republic of Panama

WHEREAS, the record of the above-captioned matter has been reviewed by the Secretary of State or his duly authorized representative;

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WHEREAS, the rulings of the Hearing Officer on the admission of evidence and all motions are deemed to be proper and are hereby concurred with by the Secretary of State;

WHEREAS, the proposed Findings of Facts and Conclusions of Law and Recommendation of the Hearing officer, John K. Ellis, in the above-captioned matter have been read and examined; and

WHEREAS, the proposed Findings of Fact are correct and are adopted by the Secretary of State as follows:

1. The pleading and Exhibits have been offered and received from the Department and a proper record of all proceedings has been made and preserved as required by law;
2. The Hearing Officer has ruled on all motions and objections timely made and submitted;
3. The Hearing Officer and the Secretary of State Securities Department have jurisdiction over the parties herein and the subject matter dealt with herein, due and proper notice having been previously given as required by statute in these matters;
4. As no Answers were filed, the Respondents are therefore deemed to be in default;
5. Erudite Systems Inc. is a purported foreign business entity with a last known business address of Box 351 Ingersol ON N5C 3B3;
6. That Bill Pruum Jr. is the purported President of Erudite Systems, Inc;
7. That on or about July 31, 2002, the Respondents offer and sold to an Illinois resident \$50,000 in High Performance Notes issued by Zurich Global Trust, A.G.;
8. That on or about June 13, 2003, the Respondents offered and sold to an Illinois resident a promissory note for the sum of \$119,844 in Canadian currency at a rate of 15% interest for a balance of principal and interest of \$137,820.60 in Canadian Currency to be paid on November 17, 2003 issued by Platinum Investment Group;
9. That the above-referenced promissory note and High Performance Notes are not registered with the Illinois Securities Department;

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10. The Promissory note and High Performance Notes are securities as that term is defined under Section 2.1 of the Act;
11. Platinum Investment Group is a purported foreign business entity with a last known business address of P.O. Box 20076, St. Thomas, Ontario N5P 4H4;
12. That on or about June 13, 2003, Platinum Investment Group entered in to a promissory note for the sum of \$119,844 in Canadian currency at a rate of 15% interest for a balance of principal and interest of \$137,820.60 in Canadian Currency to be paid on November 17, 2003 with an Illinois resident;
13. In November 2003, the Illinois resident passed away and the executor of the estate through its attorney contacted Platinum Investment Group and its agents demanding payment on the note which had matured and was payable;
14. That despite numerous and repeated demands over a 2 year period for payment on the Promissory Note by the executor on behalf of the Illinois resident estate, Platinum Investment Group has refused to do so;
15. That as of the date of the Notice of Hearing the estate of the Illinois resident has not received any payment on the above described promissory note;
16. That the above-referenced promissory note is not registered with the Illinois Securities Department;
17. The Promissory note offered and sold by Platinum Investment Group is a security as that term is defined under Section 2.1 of the Act;
18. Zurich Global Trust Holdings A.G. (Zurich Global Trust) is a purported foreign business entity with a last known business address of Ave. Samuel Lewis y Calle 58, P.H. Torre Adr Technologies Piso 7, Ofic. 7-A Apartado 0816-04373 Panama 3, Republic of Panama;
19. That on or about July 31, 2002, Zurich Global Trust offer and sold to an Illinois resident \$50,000 in High Performance Notes;

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20. In November 2003, the Illinois resident passed away and the executor of the estate through its attorney contacted Zurich Global Trust in order to liquidate the High Performance Notes;
21. That Zurich Global Group, account administrator for Zurich Global Trust sent the Illinois resident and/or the executor of the estate account statements purporting to show that dividend payments were earned and accrued on the \$50,000 investment. The last statement showing that the Illinois resident had 1910.12 units of Notes valued at \$27.49 for a total value of \$52,509.20;
22. That despite numerous and repeated demands over a 2 year period for information on the account and liquidation of the account holdings, Zurich Global Trust refused to do so;
23. On January 10, 2005, Zurich Global Trust in a letter to the attorney of the estate, advised that it "has now determined to wind up its business due to a number of circumstances including administration costs and that certain of the investments in which it had invested have ceased paying the return that had been negotiated." This letter further notified that the estate would receive shares of stock in Central Network Communications Inc., New Surfnet Media, Inc. and Value Settlers Inc;
24. That as of the date of the Notice of Hearing the estate of the Illinois resident has not received any payment for liquidation of the High Performance Notes of Zurich Global Trust except for receipt of shares of Stock in Central Network Communications and Surfnet Media Group, Inc;
25. That the above-referenced shares of stock are not registered with the Illinois Securities Department;
26. That the Shares of Stock received by the estate are illiquid and worth significantly less than the \$52,509 of the estate's Zurich Global Trust account value;
27. The High Performance Notes issued or issuable by Zurich Global Trust were not registered by Zurich Global Trust with the Illinois Secretary of State prior to their offer and sale in Illinois;
28. The High Performance Notes offered and sold by Zurich Global Trust are securities as that term is defined under Section 2.1 of the Act;

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29. That Section 5 of the Act provides, inter alia, that all securities except those set forth under Section 2.A of the Act, or those exempt under Section 3 of the Act or those offered and sold in transactions exempt under Section 4 of the Act shall be registered with the Secretary of State prior to their offer or sale in the State of Illinois;
30. The Respondents induced an Illinois resident to purchase said securities as detailed in documented in the Department's pleadings without first having registered the securities with the Illinois Secretary of State as is required by the Act. The foregoing actions, representations, and/or omissions tended to work a fraud upon Illinois purchasers, were untrue or misleading of material facts, and were made to obtain money from an Illinois purchaser;
31. That Section 12.A of the Act provides, inter alia, that it shall be a violation of the Act for any person to offer or sell securities except in accordance with the provisions of the Act;
32. That Section 12.D of the Act provides, inter alia, that it shall be a violation of the Act for any person to fail to file with the Secretary of State any document or application required to be filed under the provision of the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 of the Act;
33. That Section 12.F of the Act provides, inter alia, that it shall be a violation of the Act for any person to engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof;
34. That by virtue of the foregoing, Respondents, their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns have violated Sections 12.A, 12.D and 12.F of the Act;
35. That Section 11.E(2) of the Act provides, inter alia, that if the Secretary of State shall find that any person has violated subsection D or F of Section 12 of the Act, the Secretary of State may by written order prohibit the person from offering or selling any securities in this State;

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36. That Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000.00 for each violation of the Act; and
37. The entry of a Final Order of Prohibition and a fine not to exceed \$10,000.00 for each violation of the Act is proper in this Matter, given the conduct of the Respondents as described in the Pleadings and Secretary of State Exhibit Numbers 1-11.

WHEREAS, the proposed Conclusions of Law are correct and are adopted by the Secretary of State as follows:

1. The actions, representations, and/or omissions of the Respondent made in connection with the failure to offer or sell any security in accordance with the provisions of the Act are violations of Section 12.A of the Act. The actions, representations, and/or omissions of the Respondents made in connection with a failure to file required documents with the Secretary of State are a violation of Section 12.D of the Act. The actions, representations, and/or omissions of the Respondents which worked or tended to work a fraud or deceit upon the purchasers or securities are violations of Section 12.F of the Act;
2. That by virtue of the foregoing the Respondents are subject to an Order of Permanent Prohibition in the State of Illinois, a public censure and a fine of up to \$10,000 per violation and or granting such other relief as may be authorized under the Act; and
3. Because of the Findings of this Order, the pleadings, the exhibits admitted as Secretary of State exhibits 1 through 11, as well as the fact that the Respondents failed to answer the Notices of Hearing or appear at the Hearing, the entry of a written Order of Prohibition pursuant to Section 11.E(2) of the Act, which permanently prohibits the offer or sale of securities by the Respondents in the State of Illinois and the imposition against each named Respondent of a \$20,000 fine pursuant to 815 ILCS 5/11E(4) based upon two separate violations of the Act by each named Respondents, is proper in this matter.

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WHEREAS, the proposed Recommendation of the Hearing Officer is adopted by the Secretary of State;

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to the foregoing Findings of Fact, Conclusions of Law, and the Recommendation of the Hearing Officer:

1. The Respondents and their officers, directors, employees affiliates, successors agents and assigns are permanently prohibited from offering or selling securities in the State of Illinois.
2. The Respondents, Erudite Systems, Inc., Platinum Investment Group, Zurich Global Holdings A.G., Bill Pruim, Jr. and Aber Lowen are fined \$20,000 to be paid within ten (10) days of the date of entry of this Order.

ENTERED: This 25th day of May, 2006

Jesse White JW

JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of Section 12.D of the Illinois Securities Law of 1953, as amended, 815 ILCS 5/1 et seq. (the "Act"). Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of this Order, shall be guilty of a Class 4 felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, 735 ILCS 5/3-101 et seq. and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. I, Sec. 130.1123). Any action for judicial review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.

Attorney for the Secretary of State:
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Illinois Securities Department
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Springfield, Illinois 62702
Telephone: (217) 785-4947